

# **BSEL INFRASTRUCTURE REALTY LIMITED**

CIN : L99999MH1995PLC094498

Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd.,  
The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.  
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, website : www. bsel.com

**Bsel**

Date: 25.09.2020

To, <b>BSE Limited</b> Listing Department, Phiroze Jeejeebhoy Towers Dalal Street; Fort Mumbai 400 001 Script Code: 532123 ISIN: INE395A01016	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5th Floor Plot No. C/1, G Block; Bandra (East) Mumbai 400 051  Symbol: BSELINFRA ISIN: INE395A01016
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Dear Sir/Madam,

**Sub: 25<sup>th</sup> Annual General Meeting of the Company- Proceedings & Voting results.**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed the summary of the proceedings of 25<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Friday, 25<sup>th</sup> September, 2020.

Further, pursuant to Regulation 44(3) of Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed details regarding voting results of the business mentioned in the Notice dated August 29, 2020, transacted at the AGM along with the consolidated report of Scrutinizer on remote e-voting and e-voting at the AGM.

The results along with the Scrutinizer's report, will be posted on the website of the Company, [www.bsel.com](http://www.bsel.com).

Kindly take the above intimation on record.

Yours sincerely,

**For BSEL Infrastructure Realty Limited**

  


**Alpa Hakani**

**Company Secretary & Compliance Officer**

Encl: a/a

## SUMMARY OF PROCEEDINGS OF 25<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 25<sup>th</sup> Annual General Meeting ('Meeting') of BSEL Infrastructure Realty Limited ('the Company') was held on Friday, 25<sup>th</sup> September, 2020 at 9.30 A.M.

Mr. Kiritkumar Kanakiya, Director of the Company took the Chair and welcomed the Members present at the Meeting and introduced the Directors present at the AGM. Thereafter, the Chairman ascertained the requisite quorum and called the Meeting to order. All the Directors of the Company attended the Meeting. The Chairman then informed the Members that Statutory Registers were available for inspection by the Members.

Mr. Kiritkumar Kanakiya informed the Members that the Statutory Auditors Report on the financial statements (Standalone & Consolidated) for the financial year 2019-20 were unqualified and with the permission of the Members present, the notice convening the meeting, the Statutory Auditors Report on the financial statements were taken as read.

Ms. Alpa Hakani, Company Secretary of the Company, then informed the Members that the Company had provided the facility of remote e-voting which commenced on 22<sup>nd</sup> September, 2020 at 9.00 a.m. till 24<sup>th</sup> September, 2020 at 5.00 p.m. She further informed that the Members who had not casted their votes through remote e-voting to cast their votes during the AGM.

Members were further informed that M/s. H V Gor & Co., Company Secretaries was appointed by the Board of Directors of the Company, to scrutinize the e-voting process.

Mr. Kiritkumar Kanakiya, Chairman of the Meeting read out the following resolutions set out in the Notice dated August 29, 2020 convening the 25<sup>th</sup> AGM were proposed and seconded by the Members:

Item No.	Details of Resolutions	Resolution Required
1	Adopt the audited financial statements of the Company for the year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company and the Reports of the Auditors thereon for the year ended March 31, 2020	Ordinary
2	Re-appointment of Mr. Kiritkumar Kanakiya (DIN 00266631) a Director liable to retire by rotation, seek re-appointment as the Director of the Company.	Ordinary
3	Appointment of M/s. Gada Chheda & Co. LLP, Chartered Accountants (FRN: W100059), Mumbai, as Statutory Auditors of the Company for the period from 1st April, 2020 till 31st March, 2025 to hold office till the conclusion of Annual General Meeting of the members of the Company	Ordinary
4	Regularization of Additional Independent Director, Mr. Vipul Narendrabhai Chauhan (DIN:01241021) by appointing him as Independent Director of the Company	Ordinary

Thereafter, Member's queries were answered by the Chairman. Additionally, other questions which were raised by the shareholders were answered by Mr. Kiritkumar Kanakiya.

The Chairman thanked the shareholders for attending and participating at the Meeting and requested the Members, to vote. Thereafter the Chairman announced that the voting results will be declared within 48 hours from the meeting and shall be intimated to the stock exchanges and on the website of the Company.

The AGM concluded at 10.30 a.m. with a vote of thanks to the Chair.

The scrutinizer report was received on September 25, 2020 and all the resolutions as set out in the Notice were passed with requisite majority.

This is for your information and records.

Thanking You.

Your sincerely,

**For BSEL Infrastructure Realty Limited**

 

**Alpa Hakani**  
**Company Secretary & Compliance Officer**

	BSEL INFRASTRUCTURE REALTY LIMITED
Date of the AGM/EGM	25-09-2020
Total number of shareholders on record date	42276
No. of shareholders present in the meeting either in person or through proxy:	30
Promoters and Promoter Group:	11
Public:	19
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt Audited Balance Sheet, Statement of Profit and Loss with the Report of Board of Directors and the Auditors thereon for the financial year ended March 31, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,95,83,089	0	0	0	0	0	0	0	0
	Poll		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0
Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	1,63,105	64,990	39.8455	64,810	180	99.7230	0.2770	0	0
	Poll		98,115	60.1545	98,115	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,63,105	100	1,62,925	180	99.8896	0.1104	0	0
Total		2,04,54,058	2,04,54,058	100.0000	2,04,53,878	180	99.9991	0.0009	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To Re-appoint Mr. Kiritkumar Kanakiya (DIN 00266631) a Director liable to retire by rotation, seek re-appointment as the Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,12,05,973	0	0	0	0	0	0	0	0
	Poll		1,12,05,973	100.0000	1,12,05,973	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,12,05,973	100.0000	1,12,05,973	0	100.0000	0	0	0

Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	1,63,105	64,990	39.8455	64,350	640	99.0152	0.9848	0	0
	Poll		98,115	60.1545	98,115	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,63,105	100	1,62,465	640	99.6076	0.3924	0	0
Total	1,20,76,942	1,20,76,942	100.0000	1,20,76,302	640	99.9947	0.0053	0	0	

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint M/s. Gada Chheda & Co. LLP, Chartered Accountants (FRN: W100059), Mumbai, as Statutory Auditors of the Company for the period from 1st April, 2020 till 31st March, 2025 to hold office till the conclusion of Annual General Meeting of the members of the Company.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,95,83,089	0	0	0	0	0	0	0	0	
	Poll		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0	
Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0	
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0	
Public- Non Institutions	E-Voting	1,63,105	64,990	39.8455	64,810	180	99.7230	0.2770	0	0	
	Poll		98,115	60.1545	98,115	0	100.0000	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,63,105	100	1,62,925	180	99.8896	0.1104	0	0	
Total	2,04,54,058	2,04,54,058	100.0000	2,04,53,878	180	99.9991	0.0009	0	0		

Resolution No.	4										
Resolution required: (Ordinary/ Special)	ORDINARY - To Regularize Additional Independent Director, Mr. Vipul Narendrabhai Chauhan (DIN:01241021) by appointing him as Independent Director of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,95,83,089	0	0	0	0	0	0	0	0	
	Poll		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,95,83,089	100.0000	1,95,83,089	0	100.0000	0	0	0	

Public- Institutions	E-Voting	7,07,864	5,000	0.7064	5,000	0	100.0000	0	0	0
	Poll		7,02,864	99.2936	7,02,864	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0	0
	Total		7,07,864	100	7,07,864	0	100.0000	0	0	0
Public- Non Institutions	E-Voting	1,63,105	64,990	39.8455	64,360	630	99.0306	0.9694	0	0
	Poll		98,115	60.1545	98,115	0	100.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,63,105	100	1,62,475	630	99.6137	0.3863	0	0
Total		2,04,54,058	2,04,54,058	100.0000	2,04,53,428	630	99.9969	0.0031	0	0

# *H V Gor & Co*

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## *Company Secretaries*

**FORM NO. MGT-13**

### **Report of Scrutinizer**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

**To,**  
**Shri. Kirit Ramniklal Kanakiya**  
**Chairman**

25<sup>th</sup> Annual General Meeting of the members of **BSEL INFRASTRUCTURE REALTY LIMITED (CIN: L99999MH1995PLC094498)** held on Friday, 25<sup>th</sup> September, 2020 at 9.30 a.m. at the Registered office of the Company situated at 737, 7<sup>th</sup> Floor, The Bombay Oil Seeds & Oil Exchange Premises Co-op Society Limited, The Commodity Exchange, Plot No. 2, 3, & 4, Sector 19, Vashi, Navi Mumbai – 400705, Maharashtra, India

Dear Sir,

I, Mr. Harsh Gor, Proprietor of H V Gor & Co., Company Secretaries, appointed as Scrutinizer for the purpose of the Poll and e-voting taken on the below mentioned resolution and hereby state that:

1. After the time fixed for closing the poll by the Chairman, One(1) ballot paper box kept for polling were locked in my presence with due identification marks placed by me.
2. The e-voting facility has been provided for voting on the resolutions of this meeting.
3. I did not find any of the votes casted electronically or by poll, invalid.
4. The result of the Poll and E-Voting is as under:

**Resolution No. 1:****To receive, consider and adopt:**

- a. The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020, the Reports of the Board of Directors and Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020, the Reports of the Auditors thereon

- (i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
73	20,453,878	99.9991

- (ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
3	180	0.0009

- (iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



**Resolution No. 2:**

“**RESOLVED THAT**, the consent of the Board of Directors of the Company be and is, hereby, accorded to appoint Mr. Kiritkumar Kanakiya (DIN: 00266631), who is liable for retirement by rotation and, being eligible, has offered himself for re-appointment, as the Director of the Company.”

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
67	12,076,302	99.947

(ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
6	640	0.0053

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**Resolution No. 3:**

“**RESOLVED THAT**, pursuant to the provisions of Sections 139(1) and 141 of the Companies Act, 2013, read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of law, if any, for the time being in force in India, including any modification(s) and re-enactment(s) thereof, as the term of previous Auditors M/s. Deepak Vekharia & Associates, has been completed and the consent of the members of the Company be and is, hereby, accorded to appoint M/s. Gada Chheda & Co. LLP, Chartered Accountants (FRN: W100059), Mumbai, as the Statutory Auditors of the Company for the period from 1st April, 2020 till 31st March, 2025 to hold office till the conclusion of Annual General Meeting of the members of the Company.”

(i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
73	20,453,878	99.9991

(ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
3	180	0.0009

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**Resolution No. 4:**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, including any other Rules made there under and Regulation 16(1)(b) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or reenactment thereof for the time being in force), Mr. Vipul Narendrabhai Chauhan (DIN:01241021) who was appointed as an Additional Director (in the capacity of a Non-Executive Independent Director) of the Company in terms of Section 161 of the Act by the Board of Directors with effect from March 27, 2020 and as recommended by the Nomination and Remuneration Committee and holds office upto the date of this Annual General Meeting (AGM) and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Independent Non-Executive Director of the Company to hold office for a term of 5 (five) consecutive years, whose period of office will not be liable to determination by retirement of directors by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors and/ or the Company Secretary be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

- (i) Voted in favour of the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
71	20,453,428	99.9969

- (ii) Voted **against** the resolution:

Number of members Voting through Ballot Paper or electronically	Number of votes cast by them	% of total number of valid votes cast
5	630	0.0031

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**For H V GOR AND CO**

**Company Secretaries**

**Harsh**  
**Vijay Gor**

Digitally signed  
by Harsh Vijay  
Gor  
Date: 2020.09.25  
17:56:13 +05'30'

**Mr. Harsh V Gor**

**Proprietor**

**(Membership No. A38377, COP: 14269)**

**Place: Dombivli**

**Date: 25<sup>th</sup> September, 2020**

**UDIN: A038377B000768799**